

**THE ALUMNI ASSOCIATION OF THE  
CITY COLLEGE OF NEW YORK INC.**

**BY-LAWS**  
**(as last revised June 2019)**

**P R E A M B L E**

*The purpose of the Corporation shall be to promote the general welfare of The City College of The City University of New York and its alumni, to establish beneficial relationships between The City College and its alumni, to advance the principles of free public higher education without regard to race, creed, color or national origin, and to promote the ideals enunciated in The Ephebic Oath of The City College.*

**ARTICLE I - MEMBERSHIP**

*There shall be three classes of membership: Member, Associate Member and Life.*

**Section 1. MEMBER**

**a. ELIGIBILITY**

*Any person who has received from any school and/or division of The City College of The City University of New York a graduate or under-graduate degree, diploma or certificate shall be eligible to become a Member.*

**b. PRIVILEGES AND OBLIGATIONS**

*Any person meeting the requirements of Section 1(a) shall become a Member by submitting an application to the Secretary together with dues for the year in which that individual applies for membership. Dues shall be contributed in accordance with dues schedules as promulgated by the Board of Directors.*

*Members in good standing ("good standing" to mean currently paid up for at least sixty (60) days prior to any date on which the status of their membership shall be in question) shall be eligible to hold office and vote on all matters submitted to the membership, subject only to restrictions elsewhere stated in these By-Laws.*

***Members in good standing also shall be entitled to subscriptions to Association publications and such other benefits as may from time to time become or be made available to the membership.***

**Section 2. ASSOCIATE MEMBER**

**a. ELIGIBILITY**

***All students or former students of The City College programs not meeting the requirements for Member, members of the Faculty or staff, former members of the Faculty or staff of The College, spouses and children of alumni of The College, as well as parents of graduates, shall be eligible to become Associate Members.***

**b. PRIVILEGES AND OBLIGATIONS**

***Any person meeting the requirements of Section 2(a) shall become an Associate Member by submitting an application to the Secretary. Associate Members in good standing shall have all the privileges of Members except holding office, voting or serving on the Board of Directors of the Alumni Association. Dues for Associate Members shall be contributed in accordance with dues schedules as promulgated by the Board of Directors.***

**Section 3. LIFE**

***The Board of Directors may from time to time fix requirements under which eligible persons may become Life Members. All Life Members of the Corporation shall be graduates and eligible to vote at any regular or special meeting of the Corporation.***

**Section 4. FISCAL YEAR**

***The fiscal year on which the Corporation's books shall be kept and on which dues payments shall be based and any adjustments in dues made necessary if the fiscal year is changed, shall be determined by the Board of Directors. An annual audit is to be prepared and submitted to the Board of Directors.***

**ARTICLE II - REGIONAL CHAPTERS AND AFFILIATE GROUPS**

**Section 1. REGIONAL CHAPTERS**

***Members of the Corporation who reside in any city, community or region outside of the City of New York, may organize a local society which shall, upon the approval of the Board of Directors of its application therefore, become a component part of the Alumni Association. The Board of Directors shall determine the requirements for admission of such chapters.***

**Section 2. AFFILIATE GROUPS**

***Members of the Corporation may organize, upon the approval of the Board of Directors, affiliate (common interest) groups whose interests are directed at the development or enhancement of a specific curricular core or extracurricular activity at the College. The Board of Directors shall determine the requirements for admission of such groups.***

**Section 3. SOLICITATION OF DONATIONS**

***Local and regional chapters, and affiliate groups shall not solicit donations, nor shall they accept donations or bequests without approval of the Board of Directors of the Corporation. They shall direct all offers of donations, and refer all proposals for the solicitation of donations, to the Corporation for its consideration.***

**Section 4. SUPERVISION**

***In addition to any other actions which the Board of Directors may choose to take, it may terminate or suspend the operations of, remove or suspend the officers and directors of, or withhold financial support and services from any local or regional chapter or Affiliate Group which violates these By-Laws or any rule or regulation adopted by the Board of Directors.***

***The Board of the Corporation or the Executive Committee thereof may fill any vacancies in the directors and officers of the Affiliate Groups, by resolution, the persons so appointed to act until the next annual meeting of the Affiliated Group affected.***

***As to Affiliate Groups the following requirements shall be applicable:***

**1. Each Affiliate Group shall have a Board of not less than 8-10 members Chapter shall have 5 to 10 Board members, including the following Officers: President; Secretary and Treasurer; Presidents shall be elected for a one year term with a maximum of two years: A candidate for President of an Affiliated Group or Chapters at the time of election, may not have been serving as such during the two years preceding the election unless the Board of the affected Affiliated Group or Chapter has authorized a second one year term by a majority vote of all of the directors. The AA Board has the authority to dissolve any Affiliate Group or Chapter if they do not comply with the criteria stipulated.**

**2. The Board of each Affiliate Group shall meet not less than three times during each year.**

**3. On or prior to June 30 of each year each Affiliate Group shall file its annual report for the immediately preceding fiscal year ending June 30, with the President and Executive Vice President/Executive Director of the Corporation, which report shall (i) state the dates of the meetings of the Board in the prior fiscal year (ii) state the names of the directors and officers for the current fiscal year and any vacancies in directorships and officerships (iii) include a detailed budget and projected source of funds for the current fiscal year and (iv) describe the accomplishments, problems encountered and solutions reached in the preceding fiscal year engaging alumni in programs and activities, in supporting today's students and in increasing membership.**

### **ARTICLE III - BOARD OF DIRECTORS**

#### **Section 1. NUMBER OF DIRECTORS**

**a. The Corporation shall have Class A, B and C Directors as follows:**

**Class A - thirty-six (36) each serving three year terms.**

**Class B - All officers shall be Class B Directors.**

**Class C - Each Affiliate Group shall be allocated one seat, provided the representative has fulfilled all Board requirements.**

**Class B and Class C Directors' terms are for one (1) year.**

**b. Of the said thirty-six (36) Class A Directors herein mentioned, at least twelve (12) shall be elected at each Annual Meeting. All Class B and Class C Directors shall be elected at the Annual Meeting.**

**c. No Class C Director, except the President of an Affiliate Group, can serve more than six consecutive one year terms.**

**d. A President of the Corporation who has served three full consecutive terms shall not be eligible for reelection as President for the year succeeding the completion of the third term.**

**Section 2. QUALIFICATIONS AND ELECTION OF THE BOARD OF DIRECTORS**

**a. Class A and Class B Directors shall be elected by and from the members of the Corporation. Class C Directors shall be nominated by their respective Boards of Directors of each Affiliate Group and shall be members in good standing of the Corporation.**

**b. For the purpose of electing Class A Directors at the time of each Annual Election, the alumni membership shall be divided into groups by decade of graduation with alumni members graduating more than fifty (50) years considered as one group. Each decade group shall be allocated one (1) eligible seat as Class A Director for each five hundred (500) members as of June 30th of the most recent membership year. Any open slots are to be considered as "at large" seats.**

**c. No more than three members from any one college class can serve as Class A Directors at any one time.**

**d. All Officers of the Corporation shall be Class B Directors by virtue of their election for the duration of their terms of office. All Presidents of the Alumni Association shall be eligible for nomination and election as Class B Directors for Life during the year that their terms expire.**

**e. All Officers and Directors shall serve until their successors shall have been elected.**

**f. No Director can serve in more than one voting Class A, B or C at a time.**

**Section 3. VACANCIES**

**Vacancies in the Board of Directors and in all elective offices and committees shall be promptly filled by the Board of Directors subject to restrictions contained in Section 2 of this Article. Persons elected to fill such vacancies shall serve until the next Annual Election.**

**Section 4. POWERS OF THE BOARD**

*The Board of Directors shall conduct the business of the Corporation. It shall have the power to constitute such committees as it deems necessary with such powers and duties as it may prescribe.*

**Section 5. REGULAR MEETINGS**

*The Board of Directors shall meet regularly at least four times during each year, at such times and places as the Board may prescribe.*

**Section 6. SPECIAL MEETINGS**

*Special meetings of the Board shall be called by the President when deemed necessary or upon the request in writing of not less than five (5) members of the Board and shall be scheduled at the earliest reasonable date. Such meetings shall consider only such business as shall be contained in the notice of the meeting.*

**Section 7. QUORUM**

*The Directors may, by resolution from time to time, fix the number, not less than one-third of its voting membership which shall constitute a quorum at their meeting.*

**ARTICLE IV - OFFICERS**

**Section 1. OFFICERS**

*There shall be the following Officers who shall serve for a term of one year, and until their successors are duly installed:*

- a. *President  
First Vice-President  
Second Vice-President  
Third Vice-President  
Secretary  
Treasurer  
Historian*

*b. An Assistant Secretary (ies), Assistant Treasurer(s), and an Assistant Historian(s) may be elected by the Board of Directors at their discretion; however, they shall not be Class B Directors by reason of their office.*

**c. The Officers shall be elected by and from the membership of the Corporation as hereinafter provided.**

**d. College employees, consultants or contractors paid by The City College of New York shall not serve as elected Officers of The Alumni Association of The City College of New York Inc or be eligible to serve as one of the 7 at large seats on the Executive committee.**

## **Section 2. DUTIES OF OFFICERS**

**a. The President and the First, Second and Third Vice-Presidents shall discharge the usual duties attendant upon their respective offices. In the event of the absence, disability or death of the President, the First, Second and Third Vice-Presidents in the order of official rank, shall act as President with all powers of the President.**

**b. The Secretary shall keep a record of the proceedings of the Corporation, of the Board of Directors, and of the committees, as may be required. The Secretary shall be the custodian of the seal and the records of the Corporation. The Secretary shall send out notices of all meetings and keep the roll of members.**

**c. The Treasurer shall have charge of the finances of the Corporation and shall keep the books and financial records thereof. The Treasurer shall be required to make a report in writing at the Annual Meeting of the Corporation or whenever called upon by the Corporation or its Board of Directors. The Treasurer shall be required to furnish a bond for the faithful performance of the Treasurer's duties.**

**d. The Historian shall prepare an annual history of The College and its alumni as well as an annual necrology.**

**e. All checks, drafts, or other instruments for the payment of money shall be signed by two officers, in a manner to be prescribed by the Board of Directors.**

## **Section 3. TERMS OF OFFICE**

**Officers and Directors of the Corporation shall take office on July 1st of the year in which they are elected.**

**ARTICLE V - MEETINGS OF THE CORPORATION**

**Section 1. ANNUAL MEETING**

*The Annual Meeting of the Corporation shall be held between April 1st and June 15th, at a time and place to be set by the Board of Directors.*

**Section 2. SPECIAL MEETINGS**

*Special Meetings of the Corporation shall be called by the President pursuant to resolution by the Board of Directors or upon the written request of not less than twenty-five Active Members of the Corporation representing at least five College classes, stating the object, which also must be stated on the notice of such meeting; no business shall be transacted at such meetings except as set forth in the notice of the meeting.*

**Section 3. QUORUM**

*At any regular or special meeting of the Corporation, twenty-five (25) members shall constitute a quorum. In the event a quorum is not present at any such meeting, it may be adjourned to a future date by those present, of which notice shall be given to the membership.*

**Section 4. VOTING LIST**

*The Treasurer shall prepare and have available at every regular or special meeting a list of the members qualified to vote at such meeting.*

**ARTICLE VI - NOMINATIONS AND ELECTIONS**

**Section 1. NOMINATING COMMITTEE**

**a. NUMBER, ELECTION AND PERIOD OF SERVICE**

*There shall be a Nominating Committee of eleven members of the Corporation, at least three of whom shall be voting members of the Board of Directors of the Alumni Association. At each Annual Meeting, members shall be elected for a period of three years to succeed those whose terms expire; or to complete the unexpired terms of those whose places become vacant. Interim vacancies in the Nominating Committee shall be filled by the Board of Directors until the next Annual Meeting.*



**b. ROTATION**

***No member of the Nominating Committee shall be eligible for immediate re-election to said Committee.***

**c. LIMITATION OF ELIGIBILITY**

***No member of the Nominating Committee shall be eligible for nomination as an officer or as a member of the Board of Directors of the Alumni Association.***

**d. PROCEDURE**

***The Nominating Committee shall nominate at least one candidate for each office and each vacancy on the Board of Directors of the Corporation at each election.***

***e. The Nominating Committee shall nominate successors for those of its members whose terms expire each year and to fill such vacancies as may occur.***

**f. SCHEDULE OF ACTION**

***Not less than one hundred and twenty (120) days prior to the date of the Annual Meeting, the Nominating Committee shall request in writing suggestions for officers, members of the Board of Directors and for Committees to be elected by the general membership from the members of the Board of Directors of the Alumni Association, Presidents of Affiliate Groups and Chapters, and Committee Chairpersons.***

***The Nominating Committee shall meet to begin consideration of all nominations not less than one hundred five (105) days prior to the Annual Meeting. Not less than ninety (90) days prior to the date of the Annual Meeting the Nominating Committee shall publish for the benefit of those previously notified above, a panel of names from which the final selections shall be made and shall request comments in writing within fifteen (15) days.***

***No person shall be nominated for a Class A Directorship unless that individual's name shall have been communicated in writing in the above panel. The final selection meeting of the Nominating Committee shall be held not less than seventy (70) days prior to the date of the Annual Meeting.***

**Section 2. NOTICE**

***Not less than sixty (60) days before the date of the Annual Meeting, the Nominating Committee shall transmit its nominations and report in writing to the Secretary of the Corporation and the Secretary shall notify the Board of Directors in writing of said report. These nominations and the report shall be kept available by the Secretary at the offices of the Corporation for inspection by any member. The Secretary shall publish this list for the information of the general membership at least forty (40) days prior to the Annual Meeting, and shall at the same time transmit to the membership the contents of Section 3 of this Article.***

**Section 3. NOMINATION BY OTHERS**

***Any ten Active Members of the Corporation of at least three College Classes may propose in writing, over their own signatures, addressed to the Secretary, the names of candidates for any or all offices or committees to be voted upon by the membership. These nominations shall not be limited by the classifications contained in Article III, Section 2. The nominations so made shall***

***be filed with the Secretary not less than twenty (20) days before the date of the Annual Meeting at which such officers or committees are to be elected. The names of such candidates shall be printed on the same ballot with those of the candidates submitted by the Nominating Committee, but in a separate column and under the designation of the respective offices for which they have been duly nominated. The name of no candidate nominated shall be duplicated on said ballot as a candidate for the same office.***

**Section 4. COMMITTEE ON ELECTIONS**

***When the Board of Directors is informed by the Secretary that nominations as set forth in Article VI, Section 3 have been received, the Board of Directors shall prescribe in writing the rules and regulations which shall govern the election. The President shall appoint annually a committee on elections which shall be responsible for conducting the elections at the Annual Meeting. The Secretary of the Corporation shall be a member of the Elections Committee ex-officio.***

**Section 5. VOTE REQUIRED FOR ELECTION**

***All elections to be held pursuant to these By-Laws shall be determined by a plurality vote.***

**Section 6. LIMITATIONS ON NOMINATION**

***Except as hereinbefore provided, no nomination for offices or committees shall come before any Annual or Special Meeting of the Corporation.***

**ARTICLE VII - COMMITTEES**

**Section 1. STANDING COMMITTEES**

***These shall be the following Standing Committees appointed by the President, with such duties as are outlined in these By-Laws and such additional duties as are outlined in these By-Laws and such additional duties as may be prescribed from time to time by the President or by the Board of Directors.***

**a. ALUMNI SERVICE AWARDS COMMITTEE**

***This Committee shall consist of nine members of the Corporation who have previously been awarded Alumni Service Medals. It shall be charged with the responsibility each year of recommending not more than five graduates and former students of The College who, on the basis of their service to The College accomplished through alumni activity, the Committee considers worthy of this award. The names so chosen shall be reported to the Secretary of the Corporation for transmittal to the Board of Directors each year not less than forty-five (45) days before the date of the Annual Meeting of the Corporation. If approved by the Board of Directors, the persons named by this Committee shall receive Alumni Service Awards at a time appointed by the Board of Directors.***

**b. BUDGET AND ALUMNI OFFICE COMMITTEE**

***It shall be responsible for the efficient operation of the alumni office and the insurance program approved by the Alumni Association. It shall prepare together with the Treasurer of the Corporation and the Executive Vice-President or, if none then the Executive Director, an annual budget for approval by the Board of Directors. The Committee shall have the authority to appoint a certified public accountant to audit the books annually.***

**c. BY-LAWS COMMITTEE**

***The By-Laws Committee shall meet at least once a year to consider possible revisions in the By-Laws. It shall have the duty of drafting such proposed By-Laws as may be requested by an Officer or Director or by the Board of Directors. No new By-Laws shall be adopted without first having been considered by the By-Laws Committee, except as provided in Article X.***

d. **COLLEGE AFFAIRS COMMITTEE**

*It shall cooperate with the administrative officers, the faculty and the student body of The College to promote the best interests of The College.*

e. **EXECUTIVE COMMITTEE**

*There shall be an Executive Committee of the Board of Directors consisting of fourteen (14) Board of Directors members as follows: The President of the Alumni Association shall be a member and the chairman; the three Vice-Presidents, Secretary, Treasurer and Historian shall be members by virtue of their office; and (7) seven at large members shall be recommended by the President of the AACCNY chosen equitably across the Affiliate Boards and approved by a majority of the Board of Directors. The Committee shall have the authority of the Board of Directors between meetings of the Board. One of the functions of the Executive Committee shall be consideration and review of future planning and activities for the Corporation and report to the Board of Directors and not less than once a year on its activities and proposals. It shall be required to report any action taken at the next meeting of the Board of Directors.*

f. **FINANCE COMMITTEE**

*This Committee shall consist of three members of the Corporation, together with the President and the Treasurer, who shall be ex-officio members, and shall have the power to act in behalf of the Corporation or the Board of Directors in the deposit, the investment, or the reinvestment of any and all funds owned or held in trust by the Corporation. At each meeting of the Board of Directors, this Committee, through either its Chairman or the Treasurer, shall report any actions taken by the Committee since the preceding meeting of the Board and review and authorize filing annual federal tax forms on behalf of the Corporation. This Committee shall prepare a written investment policy setting forth guidelines for investment, any delegation of investment authority and the amount to be accumulated or expended each year.*

g. **THE FINLEY AWARD COMMITTEE**

*This Committee shall consist of seven (7) members from the Board of Directors and eight (8) members from outside the Board, with the Chairman appointed by the President. The President shall be an ex-officio member of this Committee. This Committee shall refer its recommendations to the Board of Directors to vote on.*

**h. LEGAL COMMITTEE**

*It shall be composed of five (5) lawyers, each admitted to practice at least five (5) years in the State of New York and shall give opinions on questions of law and represent the Association, as required by the Board of Directors or the President.*

**i. PLACEMENT COMMITTEE**

*It shall be responsible for promoting the economic welfare of the alumni and the student body of The College, through cooperation with the appropriate College agencies.*

**j. THE MEMBERSHIP COMMITTEE**

*The Membership Committee shall be responsible for recruitment and retention of membership in the Alumni Association.*

**k. THE PROGRAM COMMITTEE**

*The Program Committee shall help plan, coordinate and sponsor alumni programs including the Annual Meeting and the Annual Alumni Dinner.*

**l. PUBLICATIONS COMMITTEE**

*It shall be responsible for the publication of the City College ALUMNUS and such other official publications as may be deemed necessary from time to time by the Board of Directors.*

**m. TOWNSEND HARRIS MEDAL COMMITTEE**

*This Committee shall consist of seven (7) members of the Corporation who have previously been awarded Townsend Harris Medals. It shall be charged with the responsibility each year of recommending not more than seven (7) graduates or former students of The College who, on the basis of their post-graduate attainment in their chosen field of endeavor, the Committee considers worthy of this award. The names so chosen shall be reported to the Secretary of the Corporation for transmission to the Board of Directors each year not less than forty-five (45) days before the date of the Annual Dinner of the Corporation. If approved by the Board of Directors, the persons named by this Committee shall receive Townsend Harris Medals at a time appointed by the Board of Directors.*

n. **AUDIT COMMITTEE**

***This Committee shall consist of three non-officer members of the Board who shall have the responsibility annually to review the audited financial statements of the Corporation prior to submission of them to the Board and to review and authorize filing of annual federal tax reporting forms in behalf of the Corporation. The committee shall also serve as a Conflict of Interest Committee and shall consider how to deal with any disclosed conflict and such decision shall govern. In its capacity, the committee shall obtain annual Conflict of Interest statements from all sitting and elected Board members. No person who fails to sign and submit such a statement shall serve or vote as a Board member until such a statement has been submitted.***

**Section 2. OTHER COMMITTEES**

***The President of the Corporation may appoint such other special or temporary committees as the President deems necessary with such duties as may be prescribed by the President or by the Board of Directors.***

**Section 3. COMMITTEE PROCEDURE**

***Each Committee shall promptly after its appointment adopt such rules and regulations as may be necessary for the conduct of its affairs, shall keep written minutes of its proceedings which shall be filed in the alumni office, and shall make periodic reports to the Board of Directors.***

**ARTICLE VIII - EXECUTIVE VICE-PRESIDENT/  
EXECUTIVE DIRECTOR**

**Section 1. APPOINTMENT**

***The Board of Directors may appoint an Executive Vice-President and/or Executive Director to serve at the discretion of the Board and at such compensation as the Board may fix.***

**Section 2. DUTIES**

*The Executive Vice-President and/or Executive Director may be assigned any or all duties hereinbefore assigned to any elected officer or officers, and in addition, such other duties as the Board may determine. The Executive Vice-President and/or Executive Director shall be responsible for the proper administration of the alumni office.*

**ARTICLE IX - RESOLUTIONS**

**Section 1. RESOLUTIONS SUBMITTED BY THE BOARD OF DIRECTORS**

*The Board of Directors may present resolutions for consideration at any regular or special meeting of the Corporation, provided that the procedures followed do not conflict with any of the limitations set down in this Article.*

**Section 2. OTHER RESOLUTIONS**

*No resolution shall be presented to the Corporation which has not been received by the Secretary prior to fifteen (15) days before the date of the regular or special meeting at which such resolution is to be presented and which does not bear the endorsement over their signatures of at least twenty-five (25) members of the Corporation.*

**Section 3. NOTICE**

*The text of any resolution to be voted upon shall be mailed together with the notice of the meeting at which it is to be considered.*

**ARTICLE X - AMENDMENTS**

**Section 1. METHOD**

***Amendments to these By-laws may be proposed at any Annual or Special Meeting by resolution of the Board of Directors, or in writing by any ten Active Members who shall send such proposed amendments to the Secretary for submission to the Board of Directors at least six (6) weeks before the meeting of the Corporation at which the same are to be acted upon. It shall be the duty of the Board to consider all amendments proposed by members and to report its opinions thereon to the Corporation. Notices of meeting at which amendments are to be considered shall embody the same. The consent of two-thirds of the members present and voting at such Annual or Special Meeting shall be required to adopt amendments.***

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